

EXHIBIT A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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FREDDA MALENA,

Plaintiff,

-against-

VICTORIA'S SECRET DIRECT, LLC, VICTORIA'S
SECRET DIRECT NEW YORK, LLC, VICTORIA'S
SECRET DIRECT MEDIA, INC., VICTORIA'S
SECRET STORES, LLC, VICTORIA'S SECRET
STORES BRAND MANAGEMENT, INC., LIMITED
BRANDS, INC., LIMITED BRANDS DIRECT
MEDIA PRODUCTION, INC. and ANN O'MALLEY,

Defendants.
-----X

Case No. 1:09-cv-05849

(WHP,III) (AJP)

**DECLARATION OF DOUGLAS L. WILLIAMS, ESQ. IN SUPPORT OF
DEFENDANTS' MEMORANDUM IN OPPOSITION TO PLAINTIFF'S MOTION FOR
PRELIMINARY COLLECTIVE ACTION CERTIFICATION**

Douglas L. Williams hereby affirms under penalty of perjury, pursuant to 28 U.S.C.

§ 1746, as follows:

1. I am Senior Vice President and General Counsel of Limited Service Corporation.

As such, I serve as the General Counsel for all entities owned by Limited Brands, Inc., including serving as the General Counsel for the following entities, which are named as defendants in this lawsuit:

- Victoria's Secret Direct, LLC;
- Limited Brands, Inc.;
- Limited Brands Direct Media Production, Inc. (formerly known as Victoria's Secret Direct Media, Inc.);
- Victoria's Secret Direct New York, LLC;

- Victoria's Secret Stores, LLC; and
- Victoria's Secret Stores Brand Management, Inc.

2. Limited Brands, Inc. is a publicly-traded holding company organized and existing under the laws of the State of Delaware and has no employees.

3. Limited Brands, Inc. was the indirect parent corporation of Limited Brands Direct Media Production, Inc., Victoria's Secret Stores, LLC, and Victoria's Secret Stores Brand Management, Inc.

4. Limited Brands Direct Media Production, Inc. ("VDM") is a corporation organized and existing under the laws of the State of Delaware. Until December 29, 2006, it was known as Victoria's Secret Direct Media, Inc.

5. Victoria's Secret Stores Brand Management, Inc. ("VBM") is a corporation organized and existing under the laws of the State of Delaware.

6. Victoria's Secret Stores, LLC is a limited liability company organized and existing under the laws of the State of Delaware.

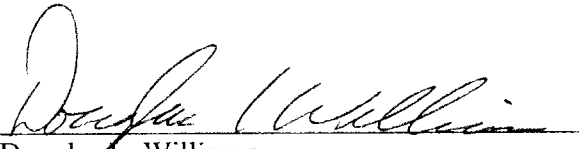
7. Limited Brands, Inc. is not involved in the daily operations or decision-making of its subsidiaries.

8. Fredda Malena was hired as an Executive Assistant in November 2006 by Victoria's Secret Direct Media, Inc. From January 1, 2007 through February 26, 2009, she worked as an Executive Assistant for Victoria's Secret Stores Brand Management, Inc.

9. Throughout her employment, Ms. Malena was employed as an Executive Assistant only by Limited Brands Direct Media Production, Inc. or by Victoria's Secret Stores Brand Management, Inc. Ms. Malena was never employed by Limited Brands, Inc., Victoria's Secret Direct, LLC, Victoria's Secret Direct New York, LLC, or Victoria's Secret Stores, LLC.

10. The payroll records indicate that Ms. Malena was paid on a salaried basis throughout her employment and did not receive overtime pay. From 2006 to 2008, she was paid an annual salary of \$70,000; in 2009, she was paid an annual salary of \$75,000.

Dated: Columbus, Ohio
April 6, 2010


Douglas L. Williams